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MARVEL® COMICS GROUP



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TM

the AMAZING SPIDER-MAN®

FEATURING:

THE MENACE OF
THE MAD THINKER
AND HIS AWESOME
ANDROID!

COMPLIMENTARY
COPY



J.R. TOSHI

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"CONFRONTATIONS!"

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SCOTTIE in **A Cracker Jack story**

OKAY, SCOTTIE! THE SCORE IS TIED, BASES LOADED, AND TWO OUTS! GET IN THERE AND SHOW 'EM WHAT YOU'RE MADE OF.

STRIKE ONE!

COACH

I'LL DO MY BEST, COACH.

COACH

YOU CAN DO IT, SCOTTIE!

YOU'RE A CRACKER JACK.

STRIKE TWO!

WHAP!

CRACK! HOME RUN

WHEN YOU'RE REALLY GOOD--THEY CALL YOU CRACKER JACK

YOU DID IT, SCOTTIE.

WE WON THE PLAYOFFS!

WHAT A CRACKER JACK!

Cracker Jack
CARBIDE POPCORN AND PEANUTS

Crunchy caramel-coated popcorn and peanuts and a secret toy surprise!

Toy Surprise Inside

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Stan Lee PRESENTS:

CONFRONTATIONS!

I REALLY CAN'T PUT THIS OFF ANY LONGER.

SINCE THE RESEARCH LABS WERE SHUT DOWN FOR RENOVATION DURING THE FIRST WEEK OF THE INTERSESSION PERIOD, I DIDN'T REALLY HAVE ANY REASON TO STOP OVER HERE.

I'VE HARDLY EVEN THOUGHT OF MY GRADUATE STUDIES. EXCEPT FOR THE DAYS I SPENT IN NEW HAMPSHIRE PLAYING BOY PHOTOGRAPHER--AND SPIDER-MAN.

--I'VE BEEN PRACTICALLY LIVING AT THE HOSPITAL, WATCHING OVER THE BLACK CAT.

SCIENCE HALL
ROBERT T. McCRAIG, M.D.
PHYSICIAN
"I'M NOT SURE I'M THE BEST PERSON FOR THE JOB."
R. McCraig, M.D.

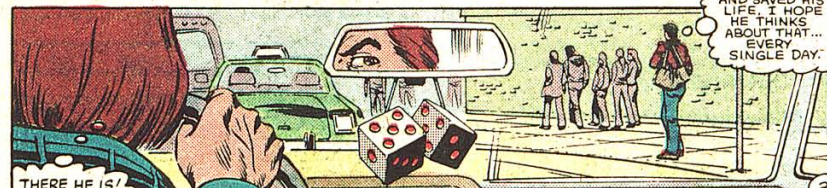
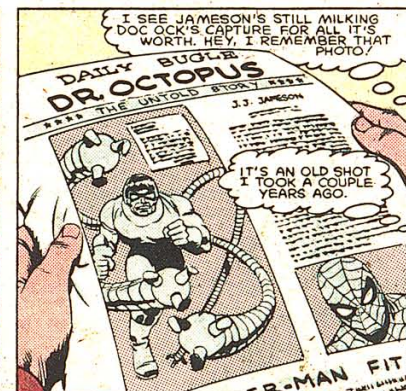
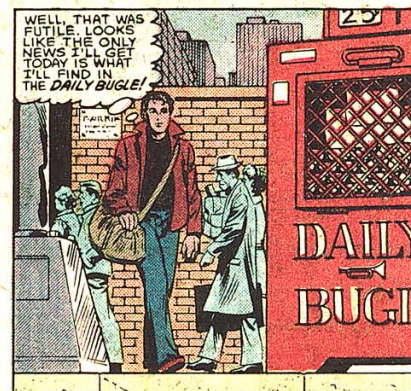
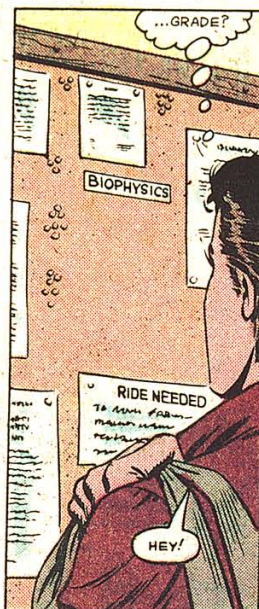
BUT THE NEW TERM STARTS NEXT WEEK TODAY I SHOULD FIND OUT WHETHER THEY'LL LET ME STAY IN SCHOOL... OR THROW ME OUT ON MY EAR!

* IN MARVEL TEAM-UP #124-130

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SCRIPTER ARTISTS LETTERER

BOB SHAREN | TOM DEFALCO | JIM SHOOTER
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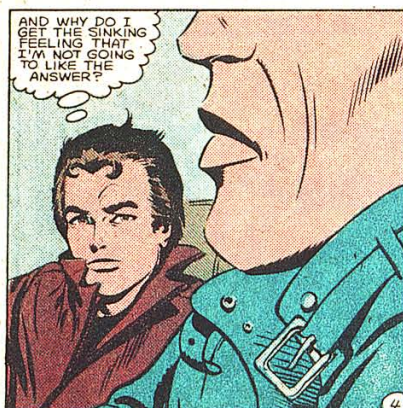
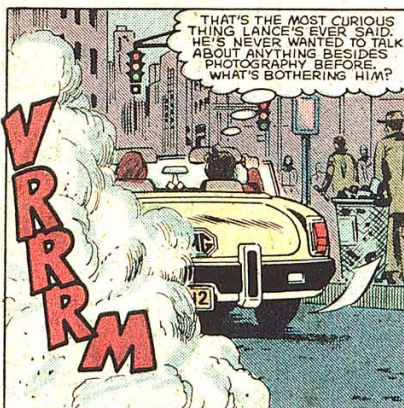
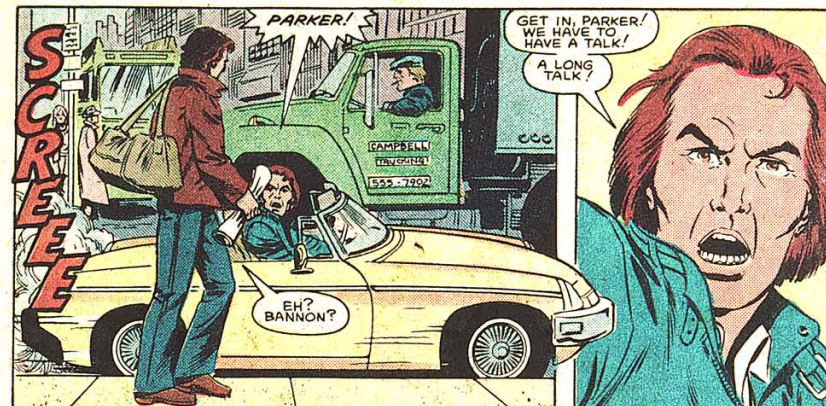
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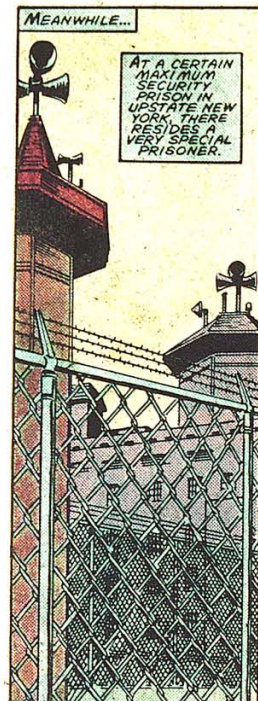
Town State ZIP

Age Date of Birth Month Day Year

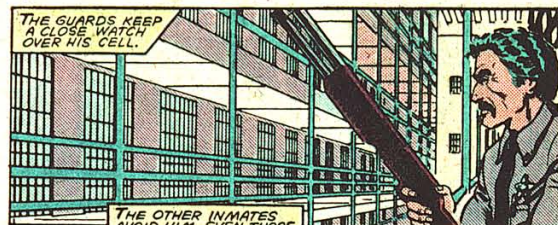
☐ Male ☐ Female Please Print Your Last Name Plainly Below

Signature of Parent or Guardian





AT A CERTAIN
MAXIMUM
SECURITY
PRISON IN
UPSTATE NEW
YORK, THERE
RESIDES A
VERY SPECIAL
PRISONER.



THE GUARDS KEEP
A CLOSE WATCH
OVER HIS CELL.

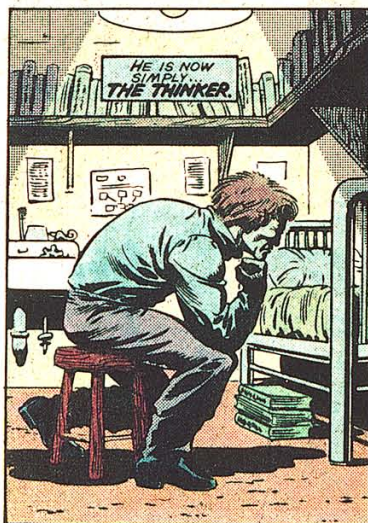


THE OTHER INMATES
AVOID HIM, EVEN THOSE
IN HIS CELL BLOCK WILL
NOT TALK TO HIM...



...AND THEY
ARE AFRAID
TO TALK
ABOUT HIM.

HIS REAL
NAME NO
LONGER
MATTERS.



HE IS NOW
SIMPLY...
THE THINKER.



THE THINKER... CON-
SIDERED MAD BY
THE WORLD AT LARGE...

IF NOT
BY THE
STATE
PSYCHI-
ATRIC
BOARD.



FOR SEVERAL
HOURS EACH
DAY, THE THINKER
SITS ENTRANCED...

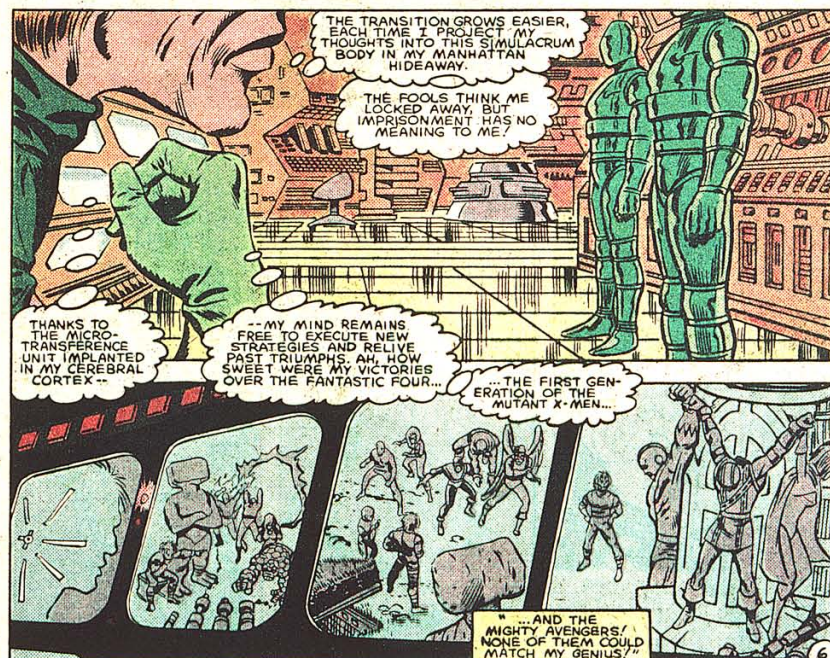


--AND, TO HIS
EYES, THE
SPARTAN
SURROUNDINGS
OF HIS CELL
FADE AWAY.

STONE
WALLS
DO NOT A
PRISON
MAKE...



NOR, IT WOULD SEEM, CAN
THEY HOLD THE MIND OF THE
MAD THINKER!



THE TRANSITION GROWS EASIER,
EACH TIME I PROJECT MY
THOUGHTS INTO THIS SIMULACRUM
BODY IN MY MANHATTAN
HIDEAWAY.

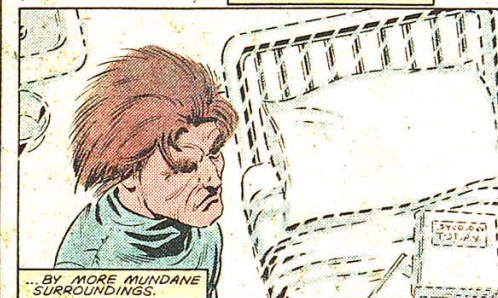
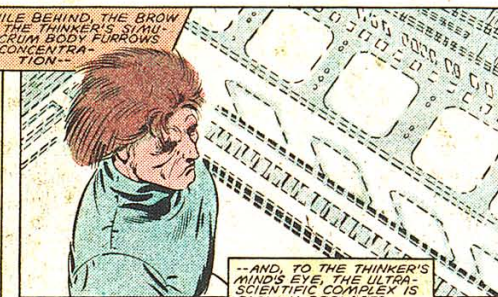
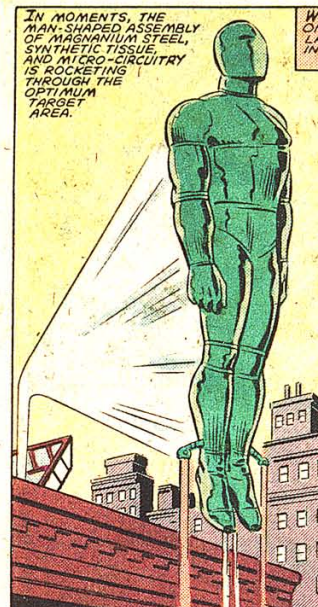
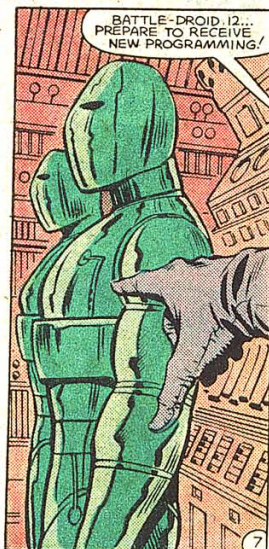
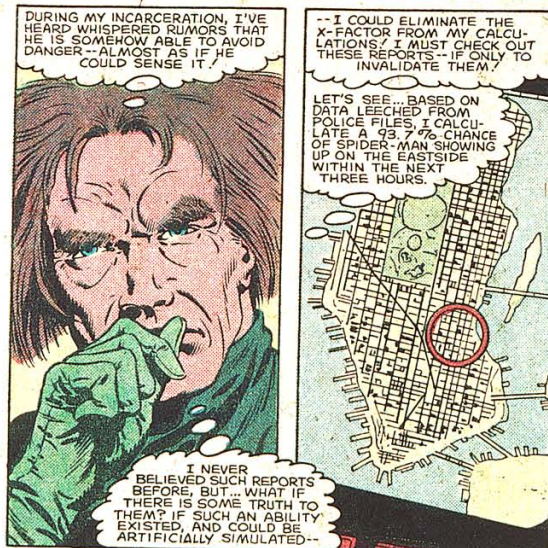
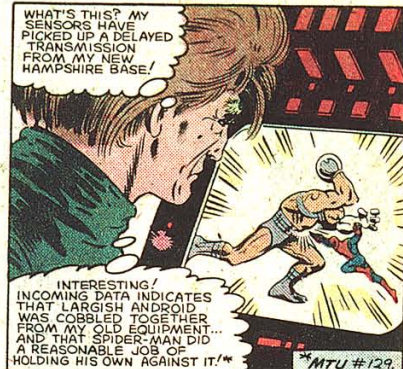
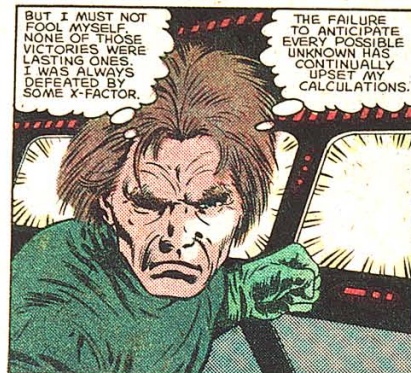
THE FOOLS THINK ME
LOCKED AWAY, BUT
IMPRISONMENT HAS NO
MEANING TO ME.

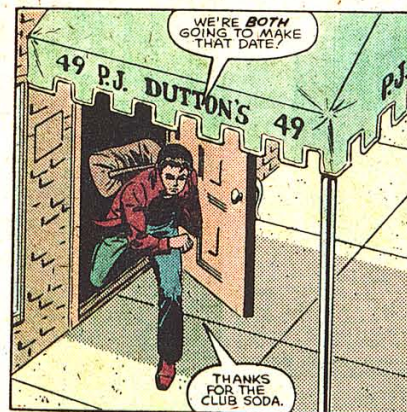
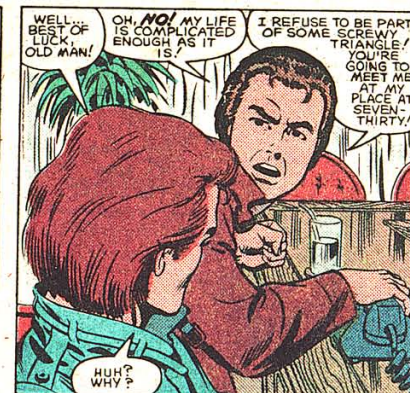
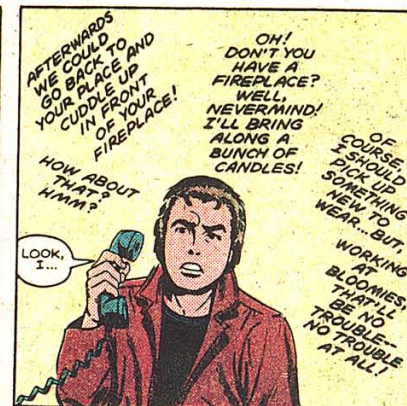
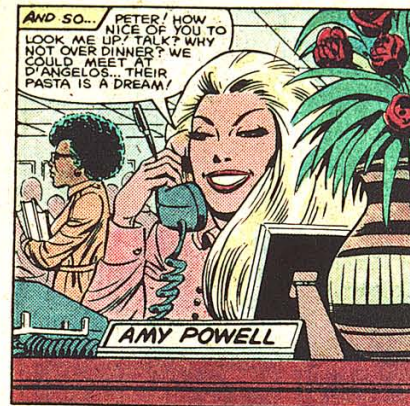
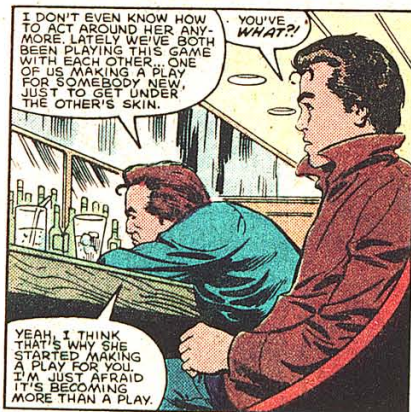
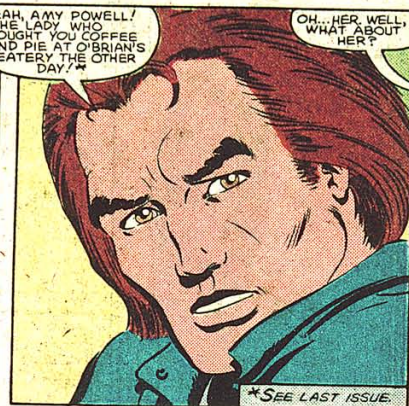
THANKS TO
THE MICRO-
TRANSCIENCE
UNIT IMPLANTED
IN MY CEREBRAL
CORTEX...

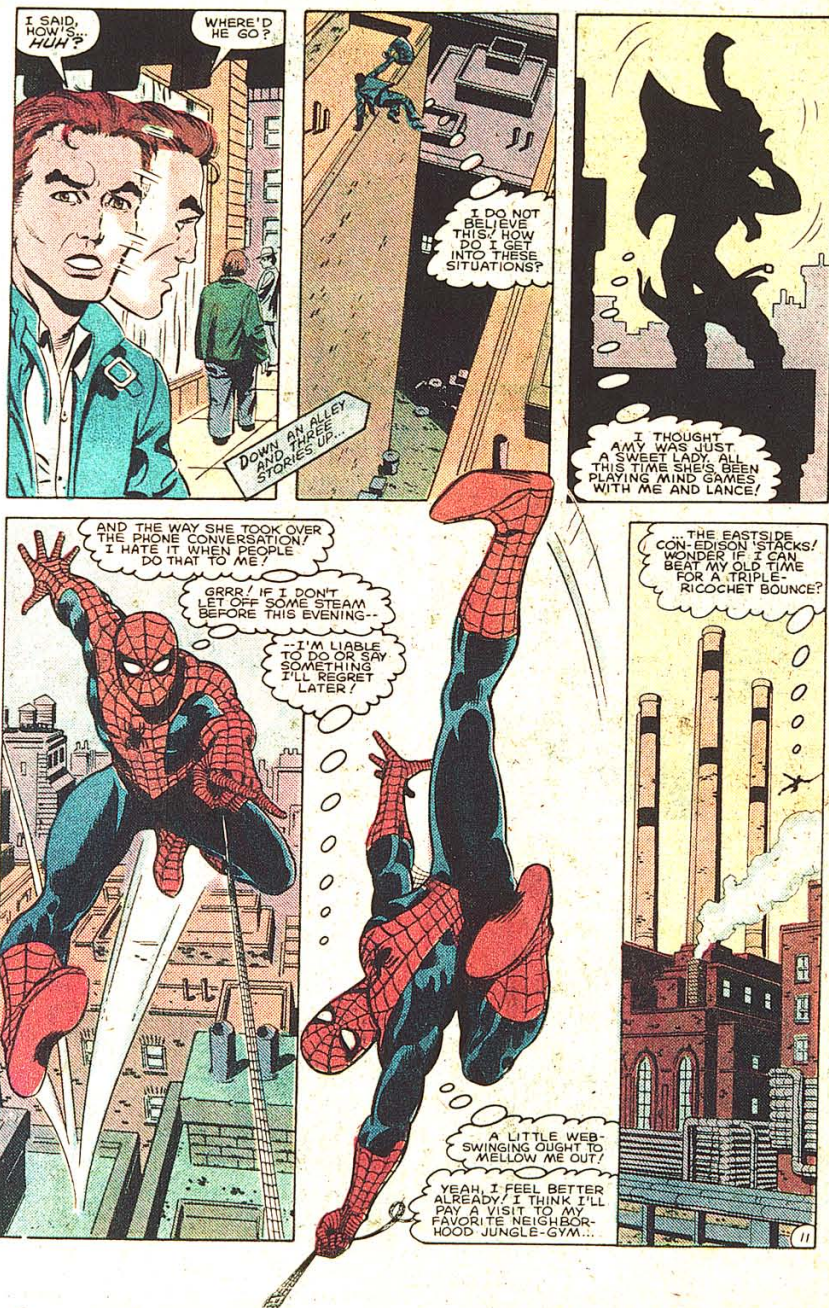
--MY MIND REMAINS
FREE TO EXECUTE NEW
STRATEGIES AND RELIVE
PAST TRIUMPHS. AH, HOW
SWEET WERE MY VICTORIES
OVER THE FANTASTIC FOUR...

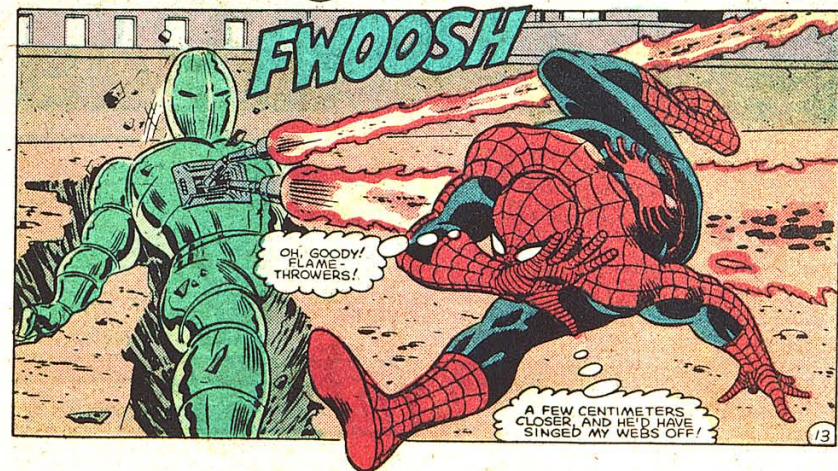
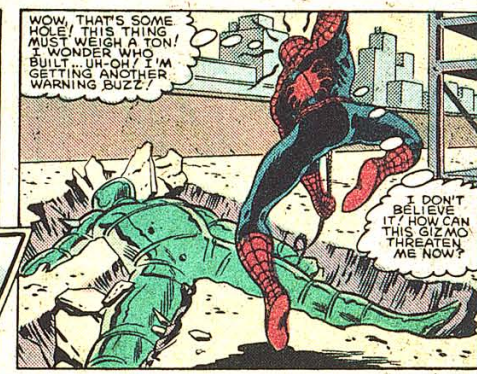
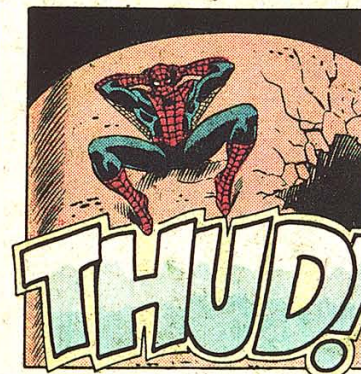
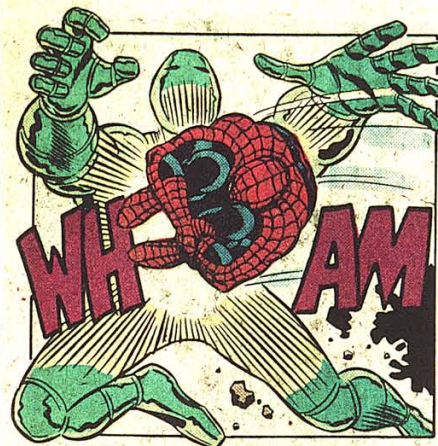
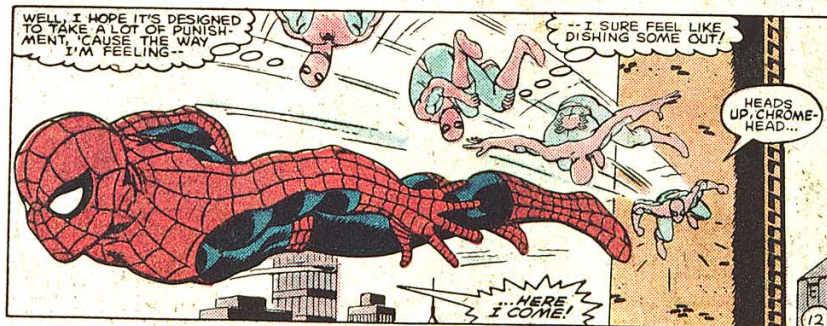
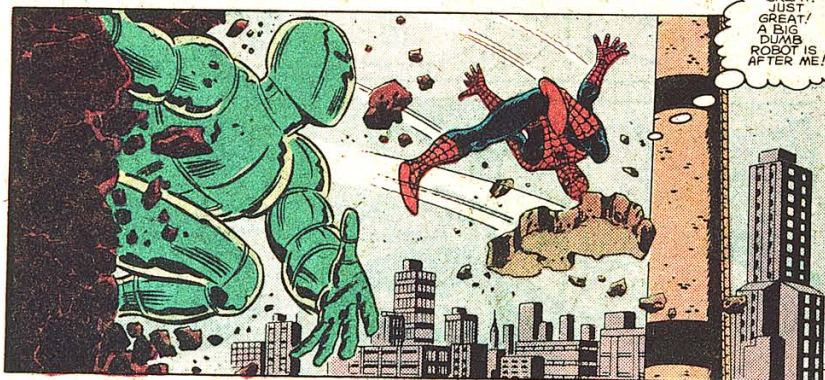
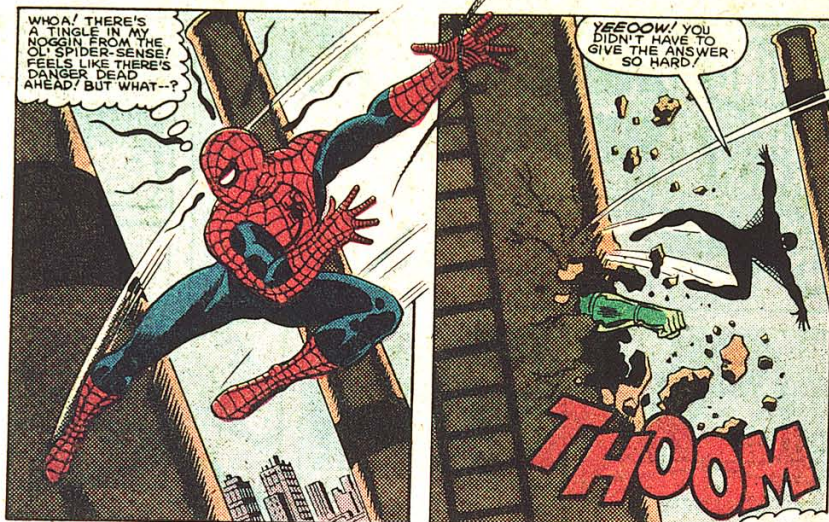
...THE FIRST
GENERATION OF THE
MUTANT X-MEN...

...AND THE
MIGHTY AVENGERS!
NONE OF THEM COULD
MATCH MY GENIUS!





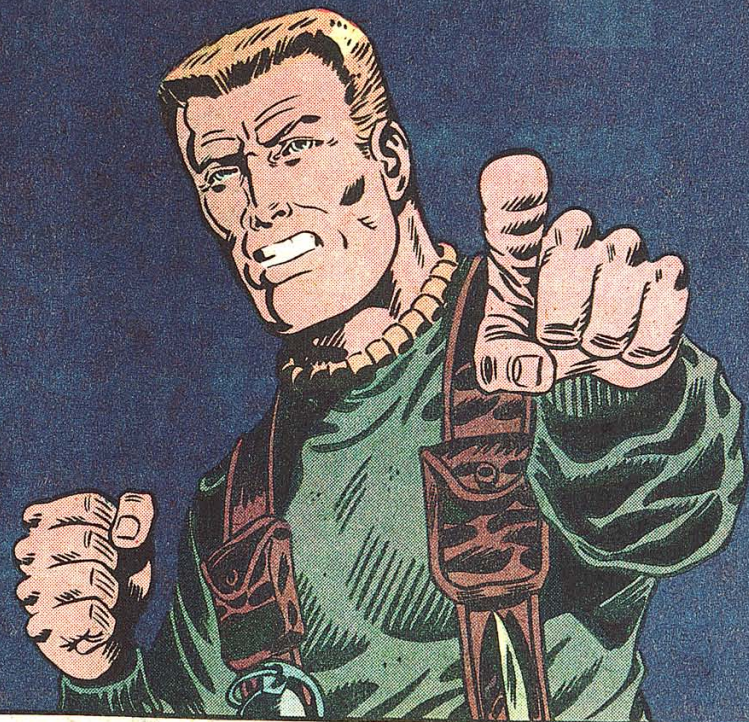




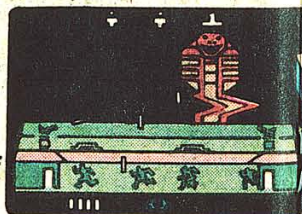
COBRA IS LOOKING FOR A FEW BAD MEN.



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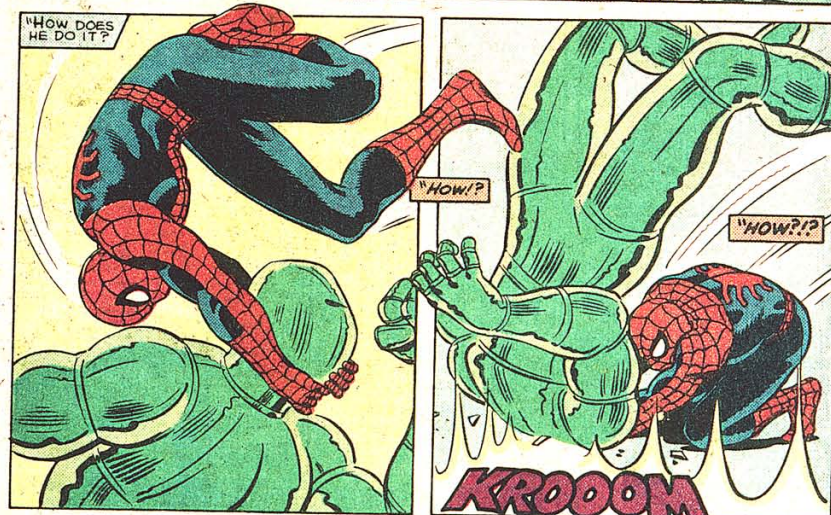
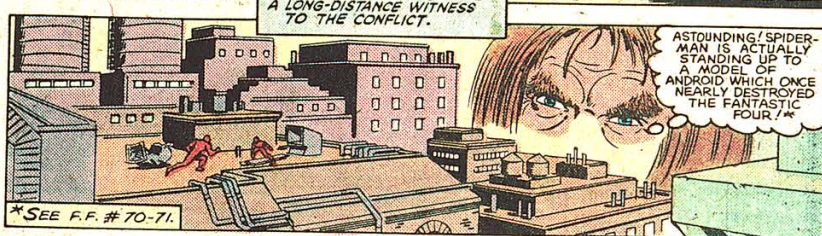
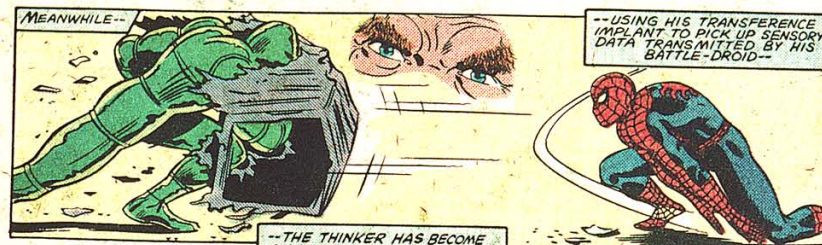
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PARKER BROTHERS THE ONES TO BEAT

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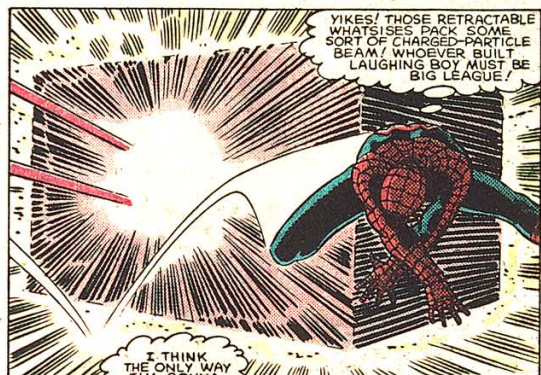
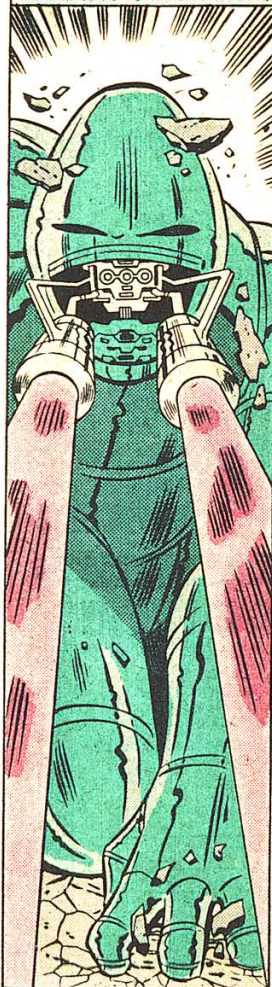
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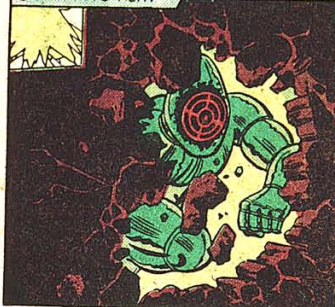
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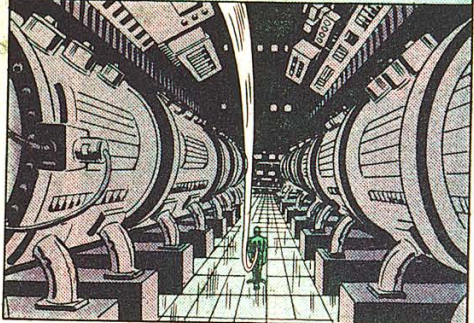
SPIDER-MAN HAS TWICE DOWNED THE EMERALD-ARMORED FIGURE. IN RESPONSE, ITS PROGRAMMING DEMANDS ITS ULTIMATE WEAPON!



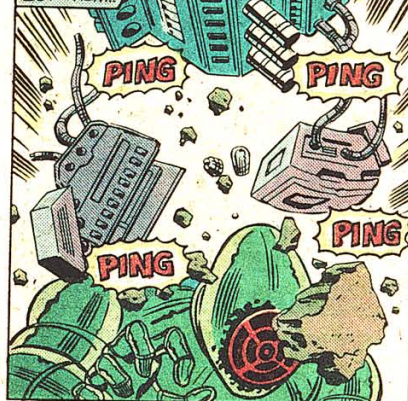
HOWEVER, AS THE HULKING, HUMAN-SHAPED DEVICE SMASHES ITS WAY AFTER SPIDER-MAN, ITS RADAR-SCANNING CIRCUITS SHIFT INTO PLAY--



--PROBING THE DIMLY-LIT GENERATOR ROOM, SEARCHING FOR ANY SIGN OF MOVEMENT AMID THE ELECTRICAL HUM.

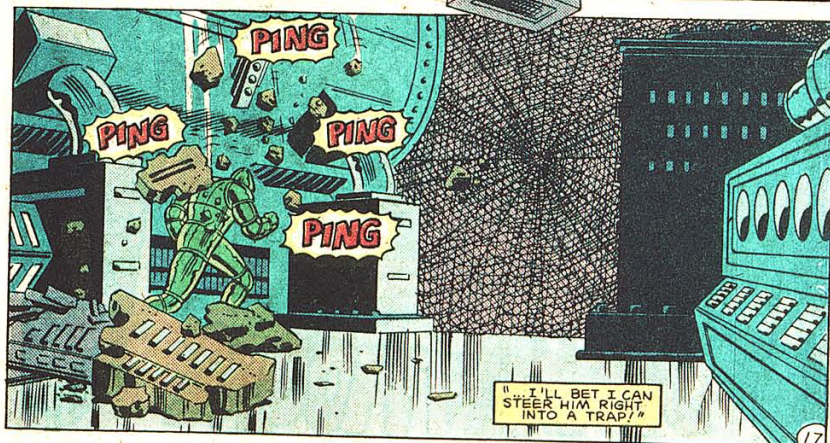
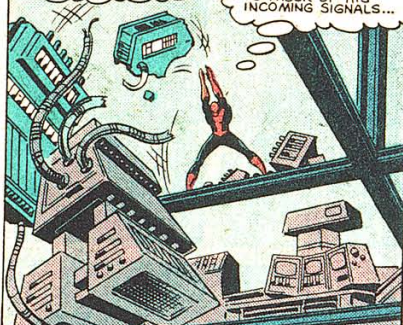


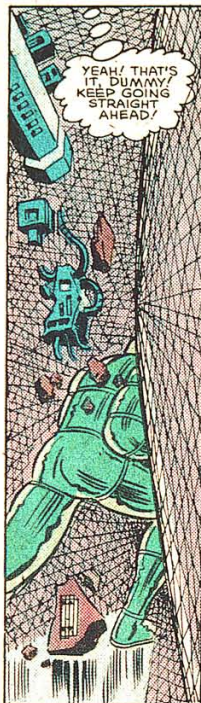
BUT THEN...



WELL, WELL! THE FIRST LOAD OF LINKED HARDWARE CONFUSED HIM EVEN MORE THAN I'D HOPED! HE'S FLAILING ABOUT EVERY WHICH WAY!

I'LL BET HE'S RELYING ON SOME SORT OF RADAR GUIDANCE SYSTEM. IF I SHOWER HIM WITH ENOUGH DEBRIS TO MUCK UP HIS INCOMING SIGNALS...





YEAH! THAT'S IT, DUMMY! KEEP GOING STRAIGHT AHEAD!



GET YOURSELF ALL NICE AND TANGLED UP! NO ONE THIS SIDE OF THE HULK CAN BREAK OUT OF MY WEB!

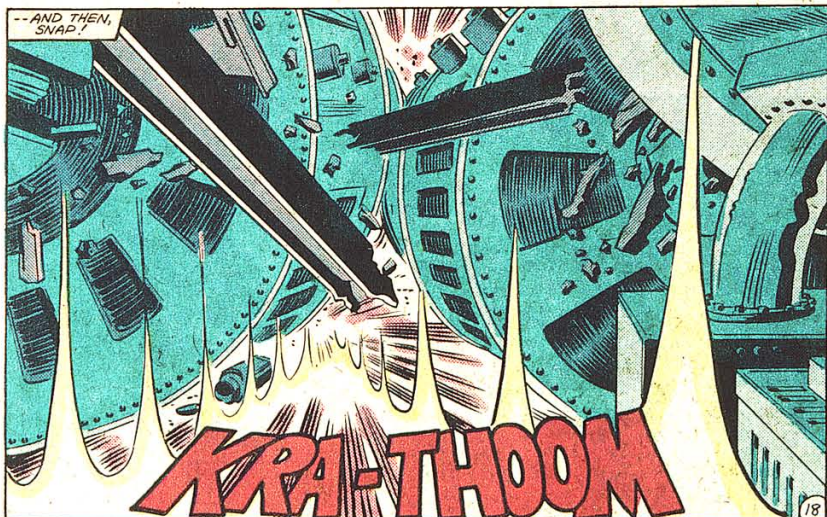


CAUGHT IN THE SUPER-ADHESIVE NETTING, THE ANDROID DOGGEDLY STRUGGLES FORWARD, INCH BY INCH...

...PULLING THE WEBBING TO ITS ELASTIC LIMIT, AND THEN PULLING AT THE MIGHTY GENERATORS TO WHICH IT'S ATTACHED!



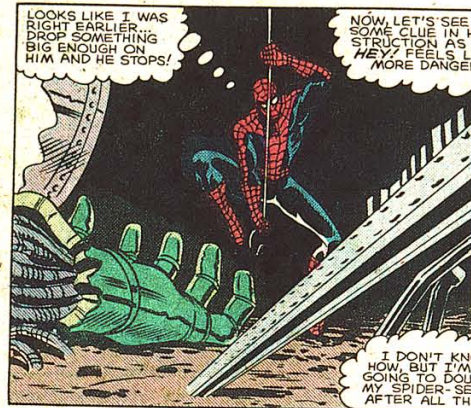
PULLING! PULLING! BENEATH THE MASSIVE TURBINE HOUSINGS, STEEL MOORINGS BUCKLE.



--AND THEN, SNAP!

KRA-THOOM

18



LOOKS LIKE I WAS RIGHT EARLIER...SOME CLUE IN HIS CON-ROB SOMETHING BIG ENOUGH ON HIM AND HE STOPS!

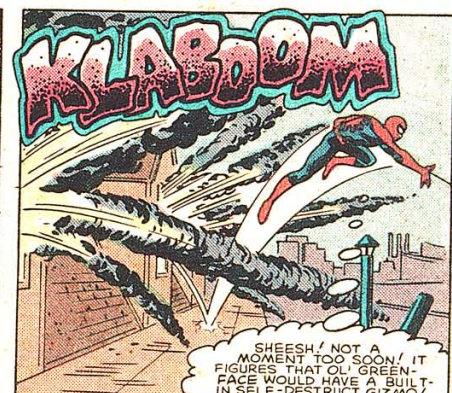
NOW, LET'S SEE IF THERE'S SOME CLUE IN HIS CON-STRUCTION AS TO WHO...HEY! FEELS LIKE THERE'S MORE DANGER HERE!

I DON'T KNOW HOW, BUT I'M NOT GOING TO DOUBT MY SPIDER-SENSE AFTER ALL THIS!



I'LL JUST GRAB A SOUVENIR AND MOVE MY LITTLE BEHIND OUT OF HERE BEFORE--!

THWAP



KLABOOM

SHEESH! NOT A MOMENT TOO SOON! IT FIGURES THAT OL' GREEN-FACE WOULD HAVE A BUILT-IN SELF-DESTRUCT GIZMO!



HE SURE MADE A MESS OF THE CON-ED PLANT! I'LL BET THEY USE THIS AS AN EXCUSE TO ASK FOR A RATE HIKE

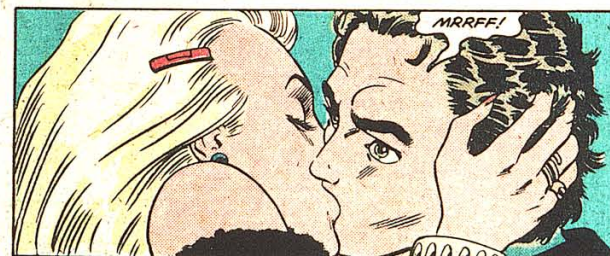
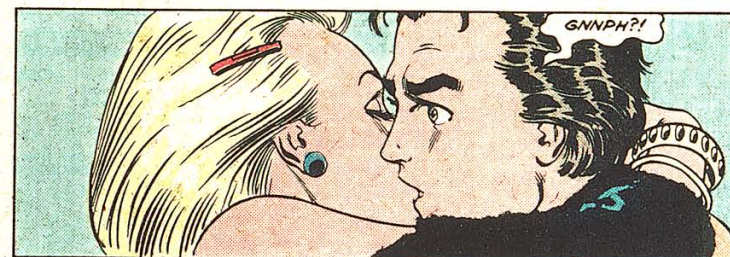
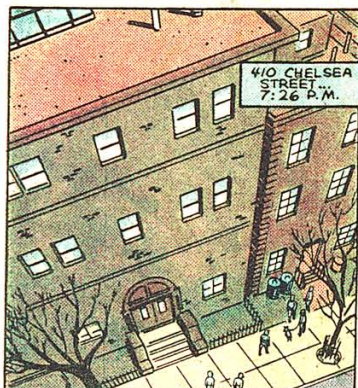
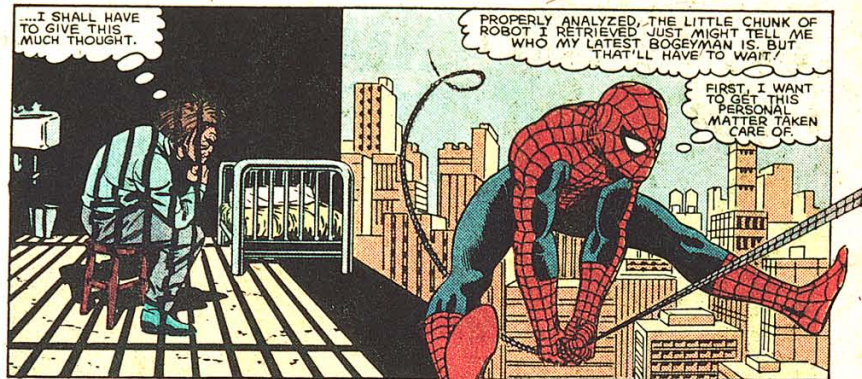
EXTRAORDINARY...



...THE RUMORS WERE CORRECT! SPIDER-MAN DOES INDEED SEEM TO SENSE DANGER!

I MUST FIND OUT HOW HE DOES IT! I MUST FORMULATE A PLAN TO UNCOVER THE SECRET OF HIS ABILITY! YES...

19



.....BULLETPEN BULLETINS.....

GREETINGS!

Things are really popping around here, and as Editor in Chief, it's my job to keep you informed! So...

FIRST!

Some of you have been misled into thinking that Marvel is cutting back. Don't you believe it, friends! Actually, we're growing dramatically! We've added a passel of projects that we're tremendously excited about. To prepare for these new projects, we've had to do two things:

a.) Add on a whole bunch of outstanding creative people. More about them later.

b.) Wrap up a few existing series and shift some of the creative people — editors, writers, letterers, and artists — over to our new projects.

The second part was the hard part — it was tough trying to decide just which series, if any, to bring to a close. It would have been easier if you had made the decision for us, but you were (and still are) enthusiastically supporting every single Marvel publication! All of our titles were (and still are) hits. Sure, some weren't quite as popular as, say, *The X-Men*, but why split hairs? In the end, we made our choices mostly on the basis of creative considerations — like which storylines had fulfilled their potential and more or less demanded a climactic conclusion. Which series, in our opinions, just weren't clicking, despite the fact that sales were good? And, which creative teams had achieved their goals and were ready for new challenges? We asked ourselves those questions and this one too — which creative teams were struggling to keep up with the schedule and would benefit by having their monthly titles changed to bi-monthlies? Based upon the answers, we made our moves — the right ones, we hope. As you see things unfold over the next few months — as our new series, new Novels, new Limited Series, and new Specials debut, and as several titles reach their dramatic conclusions — be sure to let us know what you think.

Watch the Hype Box and Checklist, elsewhere on this page for announcements about our daring new stuff!

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Jim Shooter, Editor in Chief, and Vice President of Marvel Comics.

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#3

THE RHYME OF THE ANCIENT HIGHWAYMAN!

ON SALE NOW!

THE HYPE BOX

MICRONAUTS #53 — As if the map hasn't been hotter than a firecracker up till now... beginning this issue, BUTCH GUICE will be inking his own sensational pencils. If you thought it wasn't possible for MICRONAUTS to look any better, then wait till you see issue #53.

PETER PARKER, THE SPECTACULAR SPIDER-MAN #60 — BILL MANTLO, AL MILGROM, and JIM MOONEY bring you a tale of the web-spinner featuring the Punisher, Boomerang, and oh, yeah, we almost forgot — the return of Cloak and Dagger! Nuff said? You said it!

THE MIGHTY MARVEL CHECKLIST

- ☐ THE THING #1 — Collectors' item premiere issue!
- ☐ DAZZLER #27
- ☐ DAREDEVIL #196
- ☐ NEW MUTANTS #5
- ☐ KING CONAN #17
- ☐ AMAZING SPIDER-MAN #242
- ☐ CAPTAIN AMERICA #283
- ☐ THOR #333
- ☐ MICRONAUTS #53
- ☐ CRYSTAL #2
- ☐ MOON KNIGHT #32
- ☐ INDIANA JONES #7
- ☐ KULL #2
- ☐ U.S. #3
- ☐ INCREDIBLE HULK #285
- ☐ AVENGERS #233
- ☐ CONAN THE BARBARIAN #148
- ☐ MARVEL TALES #153 — Reprinting *Amazing Spider-Man* #15 by STAN LEE and STEVE DITKO, featuring the first appearance of Kraven the Hunter.
- ☐ X-MEN #171
- ☐ ROM #44
- ☐ POWER MAN/IRON FIST #95
- ☐ G.I. JOE #13
- ☐ FANTASTIC FOUR #256
- ☐ MARVEL TEAM-UP #131 — Spider-Man, and the Leap Frog!
- ☐ IRON MAN #172
- ☐ PETER PARKER, THE SPECTACULAR SPIDER-MAN #60
- ☐ DEFENDERS #121
- ☐ STAR WARS #73
- ☐ THE OFFICIAL HANDBOOK OF THE MARVEL UNIVERSE #7

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WOOSH!!

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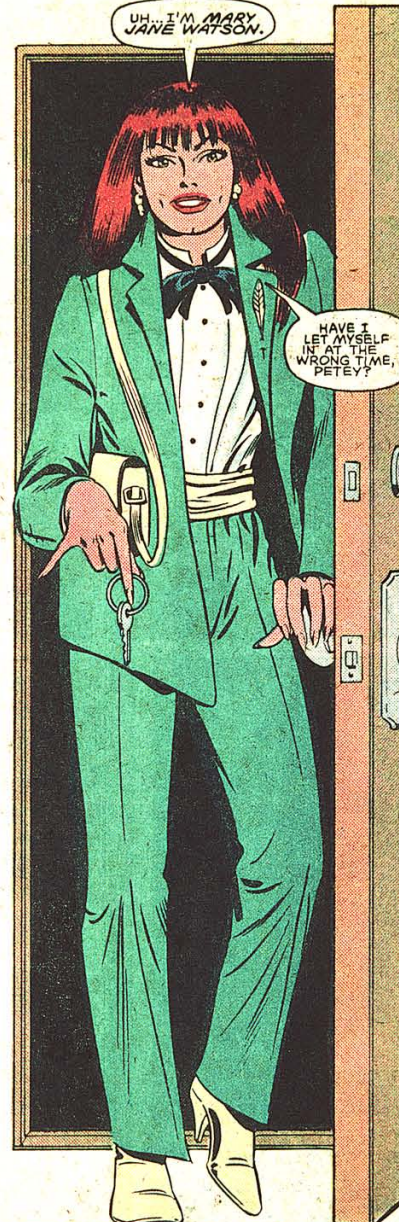
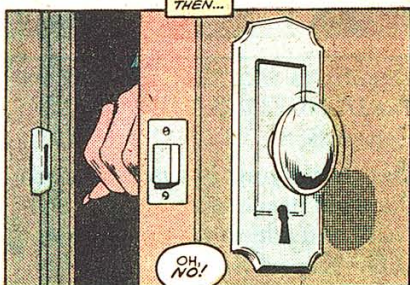
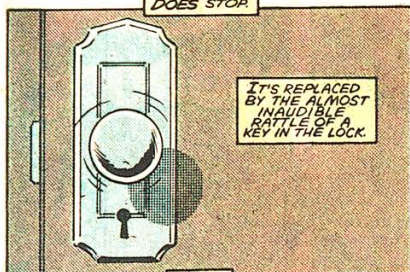
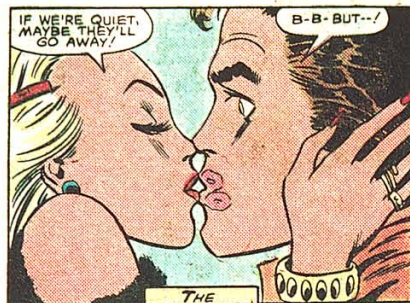
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Stay Well,

Shooter

Jim Shooter





NEEDLESS TO SAY... "TO BE CONTINUED!"

THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

TOM DeFALCO
EDITOR
ELIOT BROWN
ASSISTANT EDITOR

Dear Tom,

Congratulations on AMAZING SPIDER-MAN #236. The artwork was vivid, the writing crisp, and the story moving... another excellent issue. "Death Knell" was a fine end for the career of the Tarantula, as well as a new beginning for Will-O'-The-Wisp, a character I have liked from the start. And it's always satisfying to see Roxxon — or one of its subsidiaries in this case — get caught red-handed. I just hope you have room for more of Parker's personal life next issue.

An excellent job has been done with Roxxon over the past few years, building them up into the evil, remorseless "corporation you love to hate" so to speak. This has led to numerous interesting and entertaining stories, but at some point they are going to have to get caught for good in their own intrigues. After all, with Iron Man, Spider-Man and the Moon Knight — to name just a few — more or less aware of them, how can they escape? Some other growing evil corporation needs to be developed to fill the void when Roxxon takes the final fall. Beyond that, some benevolent corporations should be introduced to show that not everything is rotten in big business. Of course, there is always Stark International as the shining light, but surely there are some companies that are not owned by super heroes that are still run by good guys. Show us both sides.

Keep it up! SPIDER-MAN has been better in the last couple of years than it has been in the last decade. Thank you.

J. Kenneth Riviere
832 Austin Avenue NE
Atlanta, GA 30307

Thank you for thinking so, Ken. We do our best.

We sort of wonder about Roxxon finally getting "caught for good", though. How often do the other Roxxons of the world get caught?

This is not to say that we think that corporations can be classed as "good" or "evil", any more than hammers can. The way we look at it, both are tools, and the amount of good or ill that they do all depends upon how they're used.

And if you want a company that's still run by good guys... hey, you always have Marvel Comics!

Dear Tom:

I haven't read a comic book in nearly six years, and I suddenly had an overwhelming urge to buy a copy of the AMAZING SPIDER-MAN to find out what's been happening since I departed. I picked up a copy of issue #236 and, being in a comic shop, I also purchased #234 and #235 at the same time.

While none of the supporting cast members seemed familiar to me, aside from Robbie and J.J.J., I seem to just barely remember Tarantula from the old Jackie Clone issues. Am I correct?

The way Tarantula died in issue #236, after turning into a monstrous spider-creature, really struck me hard. That scene was exceptionally well done. Villains, after all, are people, too.

It's a relief to see that Marvel Comics are still concerned with presenting mature, as well as exciting stories on a regular basis.

That's something no other comic book company can claim.
Stay creative!

Robert Townshend
575 Broad Street #212
East Weymouth, MA 02189

Sure thing, Bob! Just do us a favor and stick around for a while, okay?

Dear Tom,

I really enjoyed AMAZING SPIDER-MAN #236. John Romita, Jr.'s and Frank Giaccia's art was terrific, and it was wild to see the Tarantula slowly transform into humanoid beast. I also like that rooftop battle between Spider-Man and the Tarantula. And I was really surprised when the Tarantula deliberately set himself up to get shot and killed by the police.

Just one thing puzzles me... what are Spider-Man's webs made of?

Vince Bayless
14522 Jaguar Street
Mission Falls, Ca 91345

The exact formula is a secret, Vince. All we know is that the web-fluid is a multipolymer compound with remarkable adhesive properties.

Dear Tom,

I enjoyed the Brand saga, and AMAZING SPIDER-MAN #236 was a solid caper to the series. The constant mutation of the Tarantula was one of the issue's best concepts. His death, to my mind at least, was imminent — though I didn't expect it to come as a suicide. The tragedy of the Tarantula was the real success of the issue to this reader. He died because of the corruption inside the Brand Corporation... he was used and destroyed through their association. I think the evil present inside Brand and in the methods of some real-life corporations can best be exemplified in the fate of the Tarantula. On the other side of the coin, the Tarantula has had a much more murderous past than many other villains, so his fate could not be called an undeserved one.

As far as Spider-Man goes, he seemed to be the poor innocent amid all the corruption. He had to referee all these people, and try to keep them from killing each other. That's basically Peter's lot in life. Ever since he became Spider-Man, and his uncle Ben died (indirectly through his inactions), the boy had been sticking his neck out for everyone from his own friends and family to crumbies like James Melvin. And what does he get for it? A screwy social life and trouble from the public, police, and J. Jonah Jameson.

Evan Dorkin
432 Stobe Avenue
Staten Island, NY 10306

Hey, it's a dirty job, but someone has to do it!

Dear Tom:

The storyline ending in AMAZING SPIDER-MAN #236 proved that it's not absolutely necessary to shoehorn in a new development in Peter Parker's personal life, or even a major super-villain, to make for an interesting story.

An element of mystery (What is the Brand Corporation really up to?), and elements of realism provided by a super-being who is

neither villain nor hero (Will-O'-The-Wisp), and an element of legitimate controversy over the proper function of the press (Jameson's decision to sit on the Roxxon Oil exposé at the request of the Justice Department) did quite nicely. Keep up the good work with the complex, thought-provoking characterization and plots.

Paul Thiel
511 West Chelsea, Apt 1
Covington, KY 41017

Dear Tom,

I rarely even glance at letters pages... which makes it all the more amazing that I chanced to note Todd Wilson's letter wherein he mused, "Hasn't Spider-Man fought the Juggernaut before?" and decided, "...no!" But as I was looking through AMAZING SPIDER-MAN #37, something on the letters page caught my eye... a suggestion from one Bill Dargan of Manhattan Beach, California, to set the Juggernaut against Spider-Man!

What a jolt when I read that! And how much smaller the world seems. That was me... sixteen years ago! I feel glad and ancient all at the same time.

I wonder what percentage of Marvel's audience goes all the way back to the beginning? I was in my late teens when I wrote that letter. The thoughts of days gone by set me to reflecting further upon the overall impact Marvel has had on my life, and I see that it has been a positive teaching, molding and motivating force for me. Becoming intrigued with the science-fantasy aspect of Marvel's multiplying series, I was prompted to pursue a career in the sciences, and am today a clinical laboratory scientist, specializing in immunology.

I have no doubt that Marvel helped increase my vocabulary, improved my grammar and refined my abilities to express myself. I have become the president of an association of medical professionals. I attribute much of my personal writing and speaking abilities to a lifetime of immersion in Marvel; thus, to you must go some of the credit for my successes.

In my thirty-sixth year, because I was up on my hobby, I wound up being recruited by a local comics dealer to be his chief appraiser and special projects developer (in my spare time). I also write and edit a comics newsletter which brings a great deal of joy to me and the local fans.

So thanks for the memories. And thanks for making SPIDER-MAN reading the most exciting of affairs, once again. The Stern-recounted Spider-Man/Juggernaut match was so well done as to make it worth the wait. Just don't let another sixteen years go by before the rematch!

Bill Dargan
4902 66th Avenue West
Tacoma, WA 98467

And thanks for writing, Bill. We just wish we had the room to run your letter in its entirety! But as it is, we have just barely enough space to tell you that next issue, Peter Parker comes to a most dramatic decision about his life, career, and everything! Don't miss it!

Bye for now...
Tom DeFalco

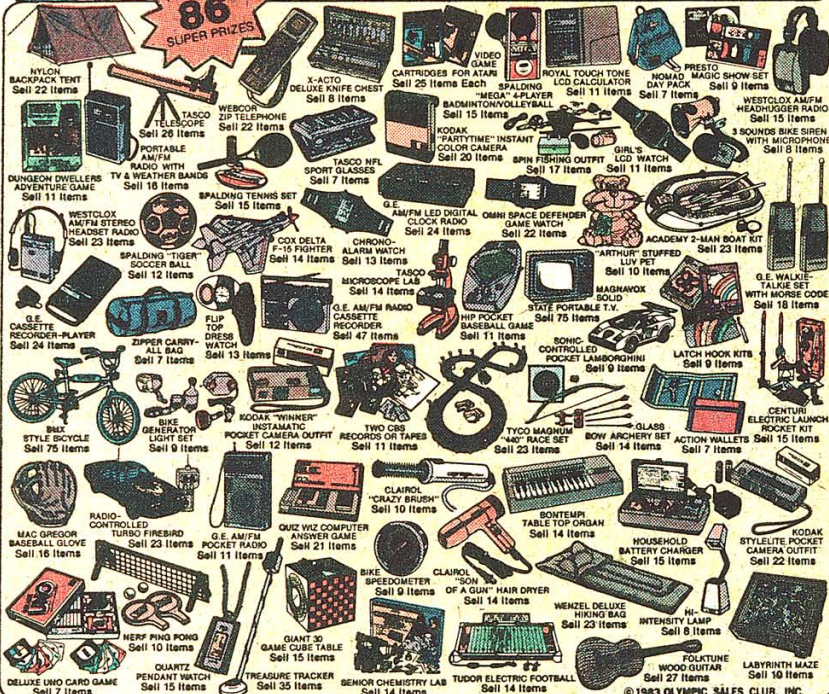
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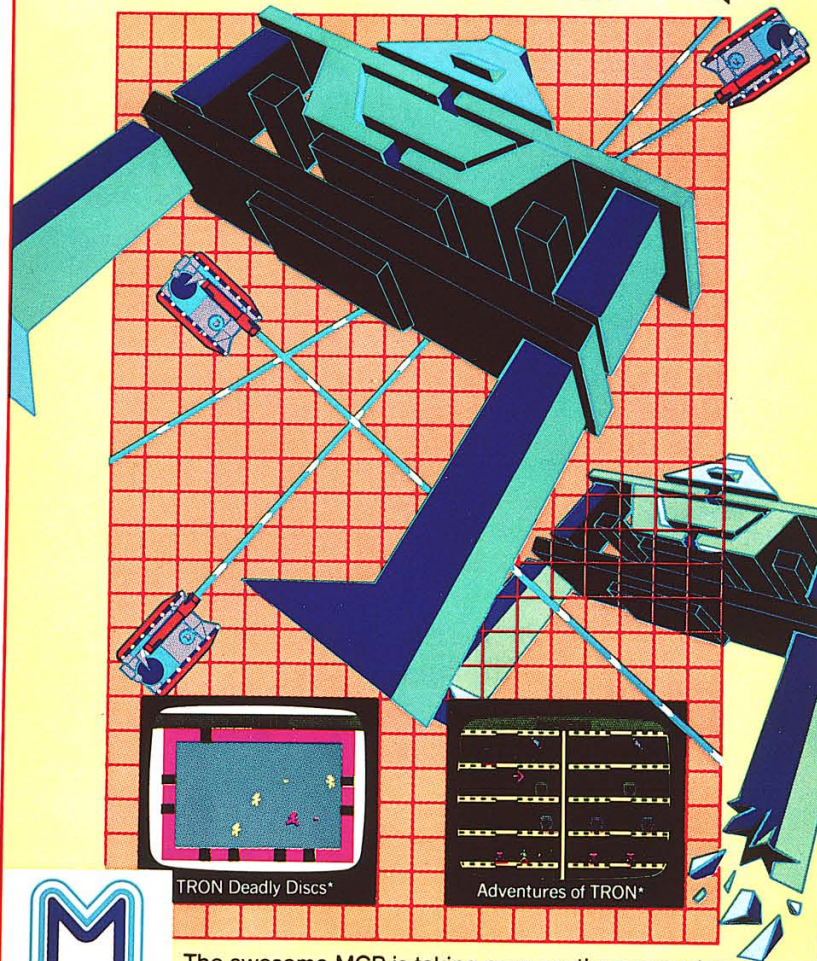
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